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7 Attorneys for  
Creditor Aggreko

9 UNITED STATES BANKRUPTCY COURT

10 NORTHERN DISTRICT OF CALIFORNIA

11 SAN FRANCISCO DIVISION

12 In re  
13 PG&E CORPORATION,  
14 Debtor-in-Possession.

Case No. 19-30088-DM  
Chapter 11  
Hon. Dennis Montali

15 In re  
16 PACIFIC GAS AND ELECTRIC  
17 COMPANY,  
18 Debtor-in-Possession.

Case No. 19-30089-DM  
Chapter 11  
Hon. Dennis Montali

**AGGREKO'S RESPONSE TO CERTAIN  
FIRST DAY MOTIONS**

Date: January 31, 2019  
Time: 10:00 a.m.  
Cttrm: 450 Golden Gate Ave., 16<sup>th</sup> Floor  
San Francisco, CA 94102

22 Aggreko hereby files its Response to Certain First Day Motions and in support thereof  
23 states as follows:

24 On January 29, 2019, the above-captioned Debtors (the "Debtors") filed voluntary chapter  
25 11 bankruptcy petitions and seventeen first-day motions, including the Lien Claimants Motion  
26 (Dkt. No. 13)<sup>1</sup>, the Operational Integrity Suppliers Motions (Dkt. No. 12), the DIP Financing  
27 Motion and related Seal Motion (Dkt. Nos. 23, 25), and the NOL Motion (Dkt. No. 10).

28 <sup>1</sup> All docket reference numbers are to Case No. 19-30088.

1           1.     **Lien Claimants Motion:** The Lien Claimants Motion seeks authority for the  
2 Debtors to pay prebankruptcy obligations totaling \$54,700,000 owed to providers of maintenance  
3 and repair services that may be permitted to assert liens (e.g. materialmen's/mechanics' liens)  
4 against Debtors' property and equipment if Debtors fail to pay prebankruptcy amounts owed to  
5 those parties.<sup>2</sup> Debtors seek authority to pay and discharge, on a case-by-case basis, the lien claims  
6 that Debtors believe have created, or could give rise to, a lien against Debtors' property or  
7 equipment, regardless of whether the lien claims arose prior to or after the bankruptcy filing date.  
8 Aggreko supports the Lien Claimants Motion so long as it encompasses the unpaid work Aggreko  
9 completed for Debtors prior to January 29, 2019, which totals approximately \$2,853,342.50.  
10 Aggreko is informed and believes that an as-yet quantified portion of these unpaid, prebankruptcy  
11 sums relate to its provision of maintenance and repair services to Debtors with respect to which  
12 Aggreko may be permitted to assert liens, including materialmen's and mechanics' liens against  
13 Debtors' property and equipment if Debtors fail to pay these prebankruptcy amounts owed to  
14 Aggreko. To the extent the Lien Claimants Motion seeks to exclude Aggreko from payment,  
15 Aggreko reserves the right to object to the interim and final relief sought in such Motion and to file  
16 an objection to the Lien Claimants Motion.

17           2.     **Operational Integrity Suppliers Motion:** The Operational Integrity Suppliers  
18 Motion seeks authority for Debtors to pay pre-bankruptcy obligations totaling \$116,200,000  
19 (approx. 5.5% of Debtors' total \$2.1 billion trade debt as of the bankruptcy filing) owed to certain  
20 vendors, suppliers, service provides, and the like that are deemed by Debtors to be essential to  
21 protecting the public health and safety and maintaining the going-concern value and integrity of  
22 Debtors' business and operations. Debtors define the "Operational Integrity Suppliers" as  
23 companies that fall into three primary categories: (i) companies that provide goods and services  
24 necessary for safe and reliable electric and natural gas service; (ii) companies that provide goods  
25 and services related to outages; and (iii) companies that provide goods and services in connection  
26 with Debtors' operation and decommissioning of their nuclear reactor power units. Aggreko is  
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28 <sup>2</sup> The Lien Claimants Motion also seeks authority to pay an additional \$10,800,000 to natural gas shippers and natural gas storage facilities providers.

1 informed and believes that an as-yet unquantified portion of the prebankruptcy amount owed by  
2 Debtors to Aggreko satisfies one or more of the categories specified in the Operational Integrity  
3 Suppliers Motion. Aggreko supports the Operational Integrity Suppliers Motion, to the extent it  
4 encompasses those services provided to Debtors by Aggreko that fall within the scope of the  
5 Operational Integrity Suppliers Motion. To the extent the Operational Integrity Suppliers Motion  
6 seeks to exclude Aggreko from payment, Aggreko reserves the right to object to the interim and  
7 final relief sought in such Motion and to file an objection to the Operational Integrity Suppliers  
8 Motion.

9 3. **DIP Financing Motion, Seal Motion, NOL Motion**: Aggreko is unaware at this  
10 time of any objection to the DIP Financing Motion, Seal Motion, and/or NOL Motion. However,  
11 in an abundance of caution, Aggreko reserves its rights to object to these Motions and the relief  
12 sought therein.

13 Dated: January 30, 2019

FINESTONE HAYES LLP

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15 By: Jennifer C. Hayes  
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17 Attorneys for Creditor Aggreko  
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